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**CAPITAL
VC LIMITED**

首都創投有限公司

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*(Incorporated in the Cayman Islands with limited liability
and carrying on business in Hong Kong as CNI VC Limited)*
(Stock Code: 02324)

**(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 11 JUNE 2015;
(2) SHARE CONSOLIDATION;
AND
(3) ADJUSTMENTS IN RELATION TO THE
OUTSTANDING WARRANTS**

The Board is pleased to announce that the EGM Resolutions specified in the Notice were duly passed at the EGM by way of poll by the Shareholders.

The Share Consolidation will become effective on Friday, 12 June 2015.

As a result of the Share Consolidation, adjustments will be made to the exercise price of the Warrants and the number of Consolidated Shares to be allotted and issued upon full exercise of the subscription rights attaching to the Warrants. Such adjustments will take effect on Friday, 12 June 2015.

Reference is made to the circular of Capital VC Limited (the “**Company**”) dated 26 May 2015 (the “**Circular**”) and the notice of the EGM of the same date (the “**Notice**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

(1) POLL RESULTS OF THE EGM

As at the date of the EGM, there are a total of 978,132,076 Shares in issue. The total number of Shares entitling the Shareholders to attend and vote for or against the resolutions put forward at the EGM (the “**EGM Resolutions**”) was 978,132,076. None of the Shareholders were required under the Listing Rules to abstain from voting in favour of the EGM Resolutions. None of the Shareholders were required under the Listing Rules to abstain from voting at the EGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the EGM Resolutions.

In accordance with the Listing Rules, voting of the EGM Resolutions as set out in the Notice were taken by poll. Tricor Tengis Limited, the Company’s Registrar in Hong Kong, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

The Board is pleased to announce that the EGM Resolutions were duly passed at the EGM by way of poll by the Shareholders. The poll results in respect of the EGM Resolutions were as follows:

ORDINARY RESOLUTIONS	Number of votes (Approximate %)	
	For	Against
1. To approve the Share Consolidation.	140,744,706 (100%)	0 (0%)
2. To approve the Open Offer, the Underwriting Agreement, and the transactions contemplated thereunder.	140,744,706 (100%)	0 (0%)

Please refer to the Notice for the full version of the above EGM Resolutions.

As more than half of the votes were cast in favour of each of the EGM Resolutions, the EGM Resolutions were duly passed as ordinary resolutions of the Company.

(2) SHARE CONSOLIDATION

The Board is also pleased to announce that the Share Consolidation will take effect on Friday, 12 June 2015. Please refer to the Circular for the details, including the trading arrangement of the Consolidated Shares and the exchange and replacement of share certificates in respect of the Share Consolidation. Shareholders should note that upon the Share Consolidation becoming effective, the colour of the share certificates of the Company will be changed from light blue to light green.

(3) ADJUSTMENTS IN RELATION TO THE OUTSTANDING WARRANTS

Pursuant to the terms of the Warrants, the exercise price of the Warrants and the number of Consolidated Shares to be allotted and issued upon full exercise of the subscription rights attaching to the Warrants shall be adjusted in the following manner as a result of the Share Consolidation:

	Immediately before the Share Consolidation becoming effective		Immediately after the Share Consolidation becoming effective	
	Exercise price (HK\$)	Number of Shares to be allotted and issued upon full exercise of the subscription rights attaching to the Warrants	Exercise price (HK\$)	Number of Consolidated Shares to be allotted and issued upon full exercise of the subscription rights attaching to the Warrants
Warrants	0.25	50,226,068	1.25	10,045,213

The above adjustments in relation to the Warrants have been reviewed and confirmed in writing by the auditor of the Company, Cheng & Cheng Limited and will be effective on Friday, 12 June 2015.

By order of the Board
Capital VC Limited
Chan Cheong Yee
Executive Director

Hong Kong, 11 June 2015

As at the date of this announcement, the Board comprises:

Executive Directors:
Mr. Kong Fanpeng
Mr. Chan Cheong Yee

Independent non-executive Directors:
Mr. Lam Kwan
Mr. Ong Chi King
Mr. Lee Ming Gin